

act or agreement of consolidation or in the provisions made for particular classes of corporations, by the subsequent sections of this Article.

(2) The words "Clerk of the Circuit or Superior Court" used herein, shall be taken to mean the Clerk of the Circuit Court for a county, or the Clerk of the Superior Court of Baltimore City, as the case may be.

(3) The word "directors" shall include trustees, managers and the members of the governing body of the corporation, by whatever name they may be called.

(4) The words "stockholders" and "shareholders" shall include members in the case of corporations having no capital stock, and vice versa, unless such construction would be inconsistent with the context.

(5) The location of the principal office of a corporation shall be the place named as such in the charter; and when the location of the principal office is not so named, it shall be deemed to be the place where the main office of such corporation in this State for the transaction of business is actually situated.

(6) The word "charter" shall include charter granted by special act, certificate of incorporation and agreement of consolidation, either as originally passed, filed or received for record or as amended or supplemented, unless such construction would be inconsistent with the context.¹

In the light of sec. 417 of the Code of 1904, sec. 66 of said Code (see sec. 22, this Code), was held not to repeal a conflicting provision in the charter of a corporation created by special act. *Webb v. Ridgely*, 38 Md. 371.

Sec. 417 of the Code of 1904 (making art. 23 applicable to corporations already formed), applied. *Williamsport, etc., Turnpike Co. v. Startzman*, 86 Md. 365; *State v. Consolidation Coal Co.*, 46 Md. 9.

Sec. 417 of the Code of 1904, cited but not construed in *Erb v. Grimes*, 94 Md. 105; *Goodman v. Jedidjah Lodge*, 67 Md. 125.

See notes to sec. 80.

As to co-operative associations, see sec. 430, *et seq.*

Provisions for Formation of Corporations—Powers.

An. Code, 1924, sec. 3. 1912, sec. 2. 1904, sec. 14. 1888, sec. 14. 1868, ch. 471, sec. 14. 1908, ch. 240, sec. 2.

2. Corporations may be formed under the provisions of this article for any one or more lawful purposes, except such as are excluded from the operation of a general law by the constitution of this State. And except where special provisions inconsistent herewith are made in this article for particular classes, all corporations shall be formed in manner following:

As to bridge companies, see sec. 152, *et seq.*

As to building associations, see sec. 160, *et seq.*

As to cemetery companies, see sec. 174, *et seq.*

As to gas and electric light companies, see sec. 178, *et seq.*

As to fraternal orders, see art. 48A, sec. 180, *et seq.*

As to railroad companies, see sec. 197, *et seq.*

As to religious corporations, see sec. 275, *et seq.*

As to telegraph and telephone companies, see sec. 294, *et seq.*

¹ Sec. 17, ch. 596, Act of 1916, provided that nothing in said Act shall be construed to affect the existence of any corporation existing on the first day of June, in the year nineteen hundred and sixteen, or to impair the validity of any corporate act done or performed in accordance with the pre-existing law; and nothing in said Act shall release any corporation from the payment of any tax or the performance of any obligation to the State or to any county or city therein due or existing on the first day of June, in the year nineteen hundred and sixteen, or affect or change the remedy provided for the collection or enforcement of the same; and nothing in said Act shall release, affect or impair the rights of any creditor or creditors of any corporation or the obligations or liability of any corporation or of any stockholder or of any corporate officer existing on the said first day of June, in the year nineteen hundred and sixteen, or the remedies to enforce or protect the same. (This was sec. 2 in 1924 Code.)